

Ohio Water Environment Association
Organizational Document (Rules & Regulations)
Final 11.19.08, updated for WEF comments 1.12.09
Updated per WEF comments 02.09.09
Approved by WEF 02.12.09

1. NAME

1.1 The name of this association shall be the Ohio Water Environment Association, hereinafter designated as the Association. The Association was incorporated under the Ohio Revised Code, Section 1702.01 on July 12, 1976.

2. AFFILIATION

2.1 The Association shall be a Member Association of the Water Environment Federation, hereinafter designated as WEF, and shall participate in the activities of that organization. The Rules & Regulations of this Association shall be in harmony with the WEF Constitution and Bylaws.

3. OBJECTIVES

3.1 The objectives of the Association are as follows and are in harmony with the objectives of WEF:

3.1.1 Advance the fundamental knowledge of the water environment, its basic qualities, and physical laws governing its interaction with other aspects of the environment and with the aesthetic, economic, and biological needs of the earth's inhabitants.

3.1.2 Advance the knowledge and technology in the design, construction, operation and management of water quality systems and facilities.

3.1.3 Increase the knowledge and understanding of the earth's water environment, and encourage and promote action necessary for its enhancement.

3.1.4 Develop and implement effective delivery mechanisms to rapidly disseminate knowledge concerning the water environment to members and to other interested parties.

3.1.5 Advance sound policy in matters relating to the water environment.

3.1.6 Improve the professional status of all personnel engaged in any aspect of protecting and improving the earth's water environment.

3.1.7 Strengthen and build alliances with organizations throughout Ohio incorporating members of all professions dedicated to the preservation and

enhancement of water quality and water resources.

3.1.8 Stimulate public awareness of the relationship of water resources to the public welfare and the need for pollution prevention, resource recovery, preservation, conservation, and reuse of water resources.

4. FRANCHISE

4.1 The exclusive service area of the Association shall consist of the State of Ohio. The Association may consist of a certain number of Sections, with the geographical boundaries of the Sections determined by the Executive Committee. Should they exist, each Section shall have its own Officers, Executive Committee, and Rules & Regulations, with Rules and Regulations being in harmony with those of the Association.

5. MEMBERSHIP

5.1 The membership of the Association shall consist of persons and organizations interested in any of the objectives of the Association and shall abide by the Code of Ethics.

5.2 Any member may be expelled from membership in the Association for good and sufficient reason by the two-thirds affirmative vote by the Executive Committee.

6. MANAGEMENT

6.1 The affairs of the Association shall be managed by an Executive Committee, hereinafter designated as the Executive Committee or EC, under such Policies and Procedures as the Executive Committee may determine, in keeping with the intent of this document.

6.2 The Executive Committee shall consist of: 1) the following Officers: President, President Elect, Vice President, Secretary-Treasurer; 2) Section Delegates; 3) the most recent living immediate Past President of the Association, and 4) a certain number of designated WEF Delegates who shall serve as members of the WEF House of Delegates. A quorum of the Executive Committee shall consist of a majority of its respective members. A quorum is necessary to perform official business of the Association.

6.3 Any action required to be "written," to be "in writing," or to have "written consent," by these Rules and Regulations and/or applicable state law shall include any communication transmitted or received by electronic means.

6.4 Executive Committee meetings shall be conducted according to the latest edition of "Robert's Rules of Order Revised," subject first to the provisions of these Rules and Regulations. Except as otherwise provided in these Rules and Regulations or

Robert's Rules, all questions before the Executive Committee shall be decided by a majority vote of a quorum of the respective body. No Member shall have more than one vote, except as provided in these Rules and Regulations.

6.5 The WEF Delegates shall represent the Association in the conduct of all business by the House of Delegates of WEF for a term of service designated by the WEF Constitution and Bylaws. In case of a vacancy, the Executive Committee shall appoint a replacement for the unexpired term.

6.6 Terms of Office

6.6.1 The elected terms of office of the President, President-Elect, Vice President, and Past President shall be for approximately one year. The term of office of Secretary-Treasurer shall be for approximately one year and may serve consecutive terms. The terms of office of each Section Delegate shall be approximately two, two-year terms. All terms of office shall start at the conclusion of the annual business meeting at which they were elected and continue until their successor qualifies.

6.6.2 The term of service for a WEF Delegate is a three year term, with start and end dates as defined by WEF.

6.7 Nomination and Election of Officers

6.7.1 Upon completion of their term of office of President, President-Elect or Vice President, there shall be automatic advancement from President to Past-President, from President-Elect to President, and from Vice President to President-Elect. Denial of such automatic advancement shall be by a two-thirds majority vote of the Executive Committee.

6.7.2 Nominations for Vice President and Secretary-Treasurer for the following year shall be received by the Nominating Committee at least 60 days prior to the annual business meeting. All nominees shall be persons having the rights and privileges of members and shall have signified willingness to serve.

6.7.3 Should there be more than one nominee for Vice-President or Secretary-Treasurer, a vote by the members attending the annual business meeting shall be scheduled and coordinated by the Nominating Committee. Voting shall be by ballot and the nominee receiving a majority of the votes cast shall be declared elected. In case of a tie vote, the President at the time the annual business meeting was called to order shall break the tie.

6.7.4 In the case a vacancy in the office of President, the President-Elect shall automatically advance to the position of President

6.7.5 In the case a vacancy in the office of President-Elect, the Vice President

shall automatically advance to the position of President.

6.7.6 In the case a vacancy in the office of Vice President occurs, and at the direction of the Executive Committee, the Nominating Committee shall select nominees for such office. Such nominee may be voted on at any regular meeting of the Executive Committee or by written ballot of the Executive Committee with ballots returned within thirty days. The nominee receiving a majority vote shall be declared elected. The Member so elected shall take office immediately and shall continue in office until their successor qualifies.

6.7.7 In the case of a vacancy in the office of Secretary-Treasurer, the Executive Committee shall elect a Member with the privilege of holding office to fill such office for the unexpired term.

6.8 The duties of the Officers shall be as follows:

6.8.1 The President shall have general supervision of the affairs of the Association. The President shall supervise the Association staff in accordance with the defined position descriptions and expectations.

6.8.2 The President-Elect and Vice President shall assist the President in the performance of prescribed duties. The President-Elect shall nominate committee chairs for their term as President.

6.8.3 In the absence of the President, the President-Elect shall act as President. In case the President-Elect cannot act, the Vice President shall do so. In case the Vice President cannot act, the latest living Past President shall do so. The Executive Committee shall elect one of its members to act if the latest living Past President cannot do so.

6.8.4 The Secretary-Treasurer shall monitor and report on all Association financial affairs.

6.9 The duties of other Executive Committee members shall be as follows:

6.9.1. The Section Delegates shall serve on the applicable Section Executive Committee, shall communicate Association business and interests to the Sections, and also inform the Executive Committee of pertinent issues of the Sections.

6.9.2 The Past President shall provide general resource information of past Association activities.

6.9.3 The Executive Committee shall appoint the WEF Delegates who shall

represent the interest of the Association to WEF.

- 6.9.4 The Executive Committee shall approve through resolution the President-Elect's committee chair nominations.

7. ASSOCIATION COMMITTEES

- 7.1 The Executive Committee may establish and disband Committees as it deems necessary to accomplish the objectives of the Association.
- 7.2 The responsibility and authority for any declaration of Association policy, and/or endorsement, and/or rejection of any matter on any subject of policy, is reserved to the judgment and discretion of the Executive Committee. Committees of the Association are not authorized directly or indirectly to commit the Association in any way or manner, financially or otherwise, without prior approval by the Executive Committee, except as specified in the approved budget or in specific resolutions of the Executive Committee. The Executive Committee, except as herein otherwise provided, shall have control of the affairs of the Association, including all matters relating to the acquisition, holding, management, control, investment, and disposition of the funds and other property of the Association.

8. MEMBERSHIP CLASSIFICATIONS, QUALIFICATIONS, AND PRIVILEGES

- 8.1 Membership Classifications shall include all classes of membership designated by WEF and other classes of membership established by the Association. Classes of memberships, if so established by the Association, shall be listed on the Association's website with applicable privileges and dues.

9. DUES

9.1 Payment of Dues

- 9.1.1 General – Dues of those who are both members of WEF and OWEA (a Member Association) shall be collected by the Water Environment Federation (WEF).
- 9.1.2 For each category of membership, dues shall be determined by the Executive Committee and shall include the current dues for the Association and for WEF.
- 9.1.3 Any Member of WEF who shall be delinquent in dues for a period of 30 days from the time dues become due shall be notified of such delinquency and suspended from further services. If payment is not made within the next succeeding 30 days, the delinquent Member shall be dropped from the rolls and thereupon forfeit all rights and privileges of membership.

10. MEETINGS

10.1 Annual Meeting

10.1.1 An Annual Meeting of the Association shall be held at a time and place selected by the Executive Committee, preferably during the month of June and during a time allotted during the Annual Conference. In addition to the annual meeting, the Executive Committee shall convene at least quarterly per annum.

10.2 Executive Committee Meeting Notices

10.2.1 Notices of all Executive Committee meetings of the Association shall be prominently posted on the Association's website at least 14 days in advance. Executive Committee meetings may be cancelled at any time by the President.

10.3 Meeting Participation

10.3.1 In addition to personally attending a meeting, the Executive Committee members may participate in and act at any meeting through the use of a conference telephone or interactive technology when available, including but not limited to electronic transmission, Internet usage, or remote communication, by means of which all persons participating in the meeting can communicate with each other and participation in such meeting shall constitute attendance and presence in person at the meeting of the person or persons so participating.

11. AMENDMENTS

11.1 Initiation

11.1.1 Amendments to these Rules & Regulations may be proposed by a majority of the Executive Committee or through it on written and signed petition of at least five percent (5%) of Association membership. All proposed amendments shall be submitted in writing to the Secretary-Treasurer at least 120 days prior to the annual business meeting. All proposed amendments shall be reviewed by WEF to ensure, if adopted, they shall be in harmony with WEF's Constitution and Bylaws. If deemed to be unharmonious, said amendments shall be rejected for adoption or shall be mutually redrafted between the Executive Committee and the petitioners to become harmonious.

11.1.2 Notices of proposed amendments and the complete text of a proposed amendment shall be sent to each Association member at least thirty (30) days before it is to be voted upon. Such notice may be included with other

written communication from the Association.

11.2 Adoption

11.2.1 Amendments to these Rules and Regulations shall be adopted by a majority affirmative vote of the Association members present and voting at an Annual Meeting, or in any other alternate adoption method expressly authorized by these Rules and Regulations.

11.2.2 As an alternate adoption method authorized by these Rules and Regulations, the Executive Committee may choose to accept written and signed letters signifying an affirmative vote to adopt said amendment from at least five percent (5%) of the Association members.

11.2.3 All amendments approved by the Association membership shall take effect immediately.

12. DISPOSITION OF ASSETS UPON DISSOLUTION

12.1 Dissolution of the Association may take place only with the consent of not less than two-thirds of the members of the Association.

12.2 In the event of dissolution of the Association, the property and assets thereof, following satisfaction of all obligations and liabilities, shall be disposed of exclusively for the purposes of the Association as determined by the members at a meeting convened for the purpose of dissolution. Notice of dissolution shall be given to WEF within thirty (30) days.